

EXHIBIT A

IN THE UNITED STATES DISTRICT COURT
IN AND FOR THE DISTRICT OF DELAWARE

DAVIS INTERNATIONAL, LLC, HOLDEX, LLC, : Civil Action
FOSTON MANAGEMENT, LTD., and :
OMNI TRUSTHOUSE, LTD. :
Plaintiffs, :

Plaintiffs,

V.

NEW START GROUP CORP., VENITOM CORP.
PAN-AMERICAN CORP., MDM BANK
URAL-GORNO METALURAGICAL COMPANY
EVRAZ HOLDING, MIKHAIL CHERNOI,
OLEG DERIPASKA, ARNOLD KISLIN
MIKHAIL NEKRICH, and ISKANDER
MAKMUDOV,

Defendants.

No. 04-1482-GMS

DAVIS INTERNATIONAL, LLC, : Civil Action
HOLDEX, LLC, FOSTON :
MANAGEMENT, LTD., and :
OMNI TRUSTHOUSE, LTD. :
Plaintiffs :
:

Plaintiffs,

V.

NEW START GROUP CORP.,
VENITOM CORP.,, PAN-AMERICAN
CORP., MDM BANK, URAL-GORNO
METALURAGICAL COMPANY,
EVRAZ HOLDING, MIKHAIL CHERNOI
OLEG DERIPASKA, ARNOLD KISLIN
MIKHAIL NEKRICH, and ISKANDER
MAKMUDOV,

Defendants.

No. 04-1483-GMS

Wilmington, Delaware
Wednesday, April 13, 2005
2:00 p.m.
Telephone Conference

25 BEFORE: HONORABLE GREGORY M. SLEET, U.S.D.C.J.

1 whether you have the right to stay in front of that forum.
2 And they, following the rules, the defendants, said, no,
3 this is not where this matter should be litigated, it should
4 be litigated a federal forum. After all, there is a federal
5 question. You did not file that motion to remand this
6 matter to the Court of Chancery here in Delaware.

7 MR. MARKS: Because our position is if they have
8 chosen this Court, they shouldn't be able to say it is
9 inconvenient. They chose it. We didn't.

10 THE COURT: No. They may have chosen this forum
11 because they wanted the opportunity to do just what they are
12 doing and say, Judge, this has already been decided in
13 Federal Court, you need to throw it out.

14 MR. MARKS: What's the point of that, Your
15 Honor? We file in state court again.

16 THE COURT: You could stay on that
17 merry-go-round forever, I guess.

18 MR. MARKS: I think the import of the Supreme
19 Court case is that you can't have this merry-go-round. If
20 defendants decide they don't want to be in Federal Court, so
21 be it. Then we have a right to litigate it in state court.

22 THE COURT: Ms. Cohen, what do you say to that?
23 The plaintiff is arguing that you are defeating your own
24 interests, essentially, by continuing to remove.

25 MS. COHEN: Your Honor, two things. I think Mr.